

BILL OF SALE

14775
AUG 13 1985 3 05 PM

INTERSTATE COMMERCE COMMISSION

The RONALD L. BOOTHMAN REMAINDER TRUST (hereinafter called the "Seller"), in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, has bargained, sold, conveyed, transferred and delivered, and by these presents does hereby bargain, sell, grant, convey, transfer and deliver unto TRANSPORTATION EQUIPMENT, INC. (hereinafter called the "Buyer"), the following units of equipment (hereinafter referred to as the "Equipment"):

Description: (41) 100-ton 5,250 cu. ft.
steel center flow cars
Car Numbers: DY LX 1100-1118; 1120-1141
Manufacturer: ACF

TO HAVE AND TO HOLD the same unto the Buyer, its successors or assigns forever;

THE SELLER HEREBY WARRANTS to the Buyer, its successors and assigns, that (upon the sale hereunder) of each unit of the Equipment to the Buyer, as aforesaid, the Seller had legal title thereto, and good and lawful right to sell the same, and that title to said unit was then free of all claims, liens, encumbrances and security interests of any nature.

IN WITNESS WHEREOF, the Seller has caused this Bill of Sale to be duly executed as of the 1ST day of March, 1985.

RONALD L. BOOTHMAN REMAINDER TRUST

By Paul M. Calnan
Paul M. Calnan, Trustee

By Mark Bookman
Mark Bookman, Trustee

This is a certified
copy of the original.
Cheryl Davis

COMMONWEALTH OF PENNSYLVANIA)
COUNTY OF Westmoreland) ss:

On this, the 4th day of March, 1985, before me, the undersigned officer, a Notary Public, personally appeared Paul M. Calnan, who acknowledged himself to be a Trustee of the Ronald L. Boothman Remainder Trust, and as such Trustee, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

[Notarial Seal]

My Commission expires:

Ruth B. Cook
Notary Public
PAY TO THE ORDER OF
MELLON NATIONAL BANK
53 RUTH B. COOK, Notary Public
Ligonier Borough, Westmoreland Co.
My Commission Expires Feb. 15, 1987
G. F. COOK

RUTH B. COOK, Notary Public
Ligonier Borough, Westmoreland Co.
My Commission Expires Feb. 15, 1987

COMMONWEALTH OF PENNSYLVANIA)
) ss:
COUNTY OF ALLEGHENY)

On this, the 1st day of March, 1985, before me, the undersigned, officer, a Notary Public, personally appeared Mark Bookman, who acknowledged himself to be a Trustee of the Ronald L. Boothman Remainder Trust, and as such Trustee, being authorized to do so, executed the foregoing instrument for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Diana Lynn Hannes
Notary Public

[Notarial Seal]

My Commission expires:

DIANA LYNN HANNES, NOTARY PUBLIC
PITTSBURGH, ALLEGHENY COUNTY
MY COMMISSION EXPIRES JULY 3, 1987
Member, Pennsylvania Association of Notaries